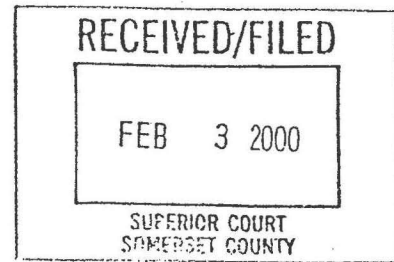


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SUPERIOR COURT OF NEW JERSEY
LAW DIVISION: SOMERSET COUNTY
DOCKET NO. L-980-97

GAF CORPORATION,

Plaintiff,

v.

HARTFORD ACCIDENT &
INDEMNITY COMPANY *et al.*,

Defendants.

Civil Action

**CASE MANAGEMENT ORDER
NUMBER 7**

THIS MATTER coming on for a Case Management Conference on January 7, 2000
before the Honorable Robert E. Guterl, in the presence of all counsel of record; and good cause
appearing;

IT IS on this 3rd day of February, 2000,

ORDERED that the parties shall comply with the following case management
provisions:

I. Deposition Scheduling

GAF Corporation ("GAF") and defendants shall meet and confer to prepare a deposition
schedule consistent with Paragraph I of Case Management Order Number 5. GAF and
defendants jointly shall submit to the Court this deposition schedule in a separate proposed
Order.

II. Motions

1. GAF and defendants have resolved their dispute regarding GAF's production of financial data as follows. By January 25, 2000, GAF will produce to defendants its invoices received since its last Statement of Damages related to the Selected Sites. GAF will review all of its Linden invoices and produce to defendants a new spreadsheet setting forth the information requested by defendants' January 4, 2000 letter to the Court at pages 6-7. GAF, however, will not include in this spreadsheet its reasons for asserting coverage with respect to these invoices. GAF will make a good faith effort to produce a new spreadsheet within 60 days of the date of this Order. GAF, however, may require a short extension of time to complete this review, and defendants have agreed to such an extension, if necessary, without leave of Court. GAF also will conduct a similar review of invoices relating to the other seven Selected Sites and will, if necessary, produce a revised spreadsheet to defendants for those Sites as well. In light of GAF's undertakings described in this paragraph, GAF need not produce a Statement of Damages on January 25, 2000. GAF, however, will produce a Statement of Damages within 180 days of January 25, 2000.

2. GAF may not serve a subpoena on the Wilmer, Cutler & Pickering firm, which seeks documents connected to that firm's representation of certain underwriters in a 1965 GAF stock sale, unless GAF has moved for and received the Court's permission to do so. GAF has leave to file such a motion.

III. Special Discovery and Allocation Masters and Factual Discovery Deadline

The Court, at this time, denies GAF's requests for the Court to: (1) appoint former Judge C. Judson Hamlin as Special Discovery Master; (2) appoint a Special Allocation Master; and (3) set a factual discovery cut-off.

IV. Case Management Conference

The Court shall hold a Case Management Conference on May 5, 2000 at 10:00 a.m. to determine the status of proceedings under this Order. Plaintiff, on the one hand, and defendants jointly, on the other hand, shall submit to the Court separate "status letters" at least three (3) days prior to the Conference.

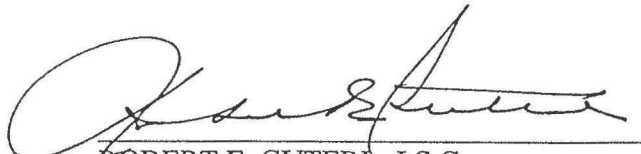
V. Prior Case Management Orders

Except as amended by this Order, all provisions of Case Management Orders Numbers 1 through 6 remain in effect.

IT IS FURTHER ORDERED that this Order may be amended or supplemented by:

(a) the Court, upon motion of any party; and (b) agreement of all parties, subject to Court approval.

IT IS FURTHER ORDERED that a copy of this Order be served on all counsel within seven (7) days of the date hereof.


ROBERT E. GUTERT, J.S.C.